

**Exhibit H**



**U.S. Department of Justice**

Office of the United States Trustee  
*Southern District of New York*

33 Whitehall Street  
21<sup>st</sup> Floor  
New York, New York 10004

(212) 510-0500  
Fax: (212) 668-2255

March 18, 2009

**Via Telecopier and Regular Mail**

Robert J. Rosenberg, Esq.  
Latham & Watkins LLP  
885 Third Avenue  
New York, New York 10022

RECEIVED  
BY MAIL ☐  
BY HAND ☐  
MAR 25 2009

SKADDEN, ARMS, SEATE,  
MEAGHER & FLOM

Re: In re Delphi Corporation, et al.  
Case No. 05-44481 (RDD)

Dear Mr. Rosenberg:

The United States Trustee has received and reviewed your initial letter dated February 26, 2009, requesting that the Equity Committee be disbanded, as well as your subsequent letter dated March 6, 2009, accepting the proposal of the Equity Committee that its professionals cease providing services going forward. She also received and reviewed the Equity Committee's letters dated March 2, 2009, requesting an opportunity to respond to your letter dated February 26, 2009, and the Equity Committee's response dated March 5, 2009. Finally, she has also received and reviewed letters from the Debtors dated February 27, 2009, supporting the Creditors' Committee request that the Equity Committee be disbanded, and March 13, 2009, rejecting the Equity Committee's proposal.

This letter responds to your letters insofar as they request that the Equity Committee be disbanded. After careful consideration of your request, and your acceptance of the Equity Committee's proposal, as well as the correspondence from the Equity Committee and the Debtors, the United States Trustee declines to disband the equity committee at this time.

Robert J. Rosenberg, Esq.  
March 18, 2009  
Page 2

---

Should the circumstances of this case change, please do not hesitate to contact us.  
Thank you.

Very truly yours,

DIANA G. ADAMS  
UNITED STATES TRUSTEE

By: Brian S. Masumoto  
Brian S. Masumoto  
Trial Attorney

cc: Brad Eric Scheler, Esq.  
David M. Sherbin, Esq.